



INDIANA HI - RAIL CORPORATION

Rural Route 1, St. Rd. 1 North
Connersville, Indiana 47331

Phone (317) 825-0349
Fax (317) 825-0453

August 25, 1988

15791

AUG 31 1988 10 28 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee
Interstate Commerce Commission
Recordations Unit
12th & Constitution Avenue
Washington, DC 20423

No. 3-244A042

Date AUG 31 1988

Fee \$ 13.00

ICC Washington, D.C.

ICC OFFICE OF
THE SECRETARY
AUG 31 10 28 AM '88
MOTOR VEHICLE UNIT

Dear Ms. Lee,

Per our recent telephone conversation, I am enclosing for filing, with the ICC a "Bill of Sale" for 50 boxcars which Indiana Hi-Rail Corporation purchased from Indianapolis Life Insurance Company. The original Bill of Sale and two (2) notarized copies are enclosed as well as our check in the amount of \$ 13.00 to cover the filing fee.

Please forward the original and one (1) of the copies back to me for our permanent records once you have placed the appropriate filing information on the documents.

If you have any questions or need to contact me regarding this filing, please contact me at the telephone number listed above.

Thank you for your efforts in this matter.

Sincerely,

Gary J. Goodman
Vice President & CFO

Enclosures

Purchaser
Indiana Hi Rail Corp
Rural Route 1 St Rd 1 North
Connersville

Seller Indianapolis Life Ins
2960 N. Y. President
Corp. Inc 46208

Interstate Commerce Commission

Washington, D.C. 20423

8/31/88

OFFICE OF THE SECRETARY

Gray J. Goodman, Vice Pres.
Indiana Hi-Rail Corp.
R R#1, St. Rd. 1 North
Connersville, IN 47331

Dear Sir

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/31/88 at 10:35AM, and assigned recordation number(s). 15791

Sincerely yours,

Nesta L. McEwen

Secretary

Enclosure(s)

BILL OF SALE

AUG 31 1988 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

Hi-Rail-Boncar
(1940)

For Valuable Consideration, Indianapolis Life Insurance Company, hereinafter called "Seller", does hereby sell to Indiana Corporation, hereinafter called "Buyer", all of Seller's right, title and interest in and to the following described property:

Fifty (50) 70 ton, fifty foot boxcars bearing reporting marks as listed on Schedule 1 attached hereto.

Said Equipment is sold on an "as-is, where-is" basis, without any covenant or warranty, express or implied, of any nature whatsoever. Buyer acknowledges by accepting this Bill of Sale, it is familiar with the Equipment being transferred to it and has not relied on any statements or representations made by the Seller as to the condition of the Equipment, but has made the decision to purchase the Equipment solely based on its own knowledge of the Equipment. By acceptance of said property transferred hereunder, Buyer agrees to pay all sales, use and transfer taxes heretofore assessed or levied against said property.

TO HAVE AND TO HOLD the Equipment unto the Buyer, its successors and assigns, for its and their own use, forever.

IN WITNESS HEREOF, the Seller has caused this Bill of Sale to be executed on its behalf on this 2nd day of August, 1988.

Indianapolis Life Insurance Co.

By: D.S. Lawhorn

Title: D.S. LAWHORN
Senior Vice President

SS:

State of Indiana County of Fayette

Before me the undersigned, a Notary Public for Fayette County, State of Indiana, personally appeared Gary J. Goodman and he being first duly sworn by me upon his oath, says that this document is a copy of the original signed document. Signed and sealed this 25th day of August, 1988.

Gary J. Goodman
Gary J. Goodman

Myla D. Faber
Myla D. Faber, Notary Public

My commission expires: June 18, 1991

SCHEDULE 1

INDIANA BOXCAR CORP.

SCHEDULE OF CARS

IHRC	001406	IHRC	001410
IHRC	001411	IHRC	001412
IHRC	001413	IHRC	001414
IHRC	001415	IHRC	001417
IHRC	001420	IHRC	001421
IHRC	001422	IHRC	001423
IHRC	001424	IHRC	001425
IHRC	001427	IHRC	001429
IHRC	001431	IHRC	001432
IHRC	001433	IHRC	001434
IHRC	001435	IHRC	001436
IHRC	001437	IHRC	001440
IHRC	001441	IHRC	001442
IHRC	001443	IHRC	001444
IHRC	001445	IHRC	001451
IHRC	001454	IHRC	001455
IHRC	001458	IHRC	001460
IHRC	001461	IHRC	001508
IHRC	001518	IHRC	001519
IHRC	001528	IHRC	001557
IHRC	014070	IHRC	014090
IHRC	014160	IHRC	014260
IHRC	014300	IHRC	014380
IHRC	014390	IHRC	014460
IHRC	014520	IHRC	014560